

HUANENG POWER INTERNATIONAL INC  
Form 6-K  
April 28, 2016

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16 of  
The Securities Exchange Act of 1934

For the month of April 2016

(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.)

Form 20-F  Form 40-F

(Indicate by check mark whether the registrant by furnishing the information contained in this form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.)

Yes  No

(If "Yes" is marked, indicate below the file number assigned to registrant in connection with Rule 12g3-2(b):

82-\_\_\_\_\_.)

N/A

Huaneng Power International, Inc.  
Huaneng Building,  
6 Fuxingmennei Street,  
Xicheng District,  
Beijing, 100031 PRC

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This Form 6-K consists of:

1. An announcement regarding 2016 first quarterly report of Huaneng Power International, Inc. (the Registrant”);
- and
2. An announcement regarding issue of super short-term debentures by the Registrant;

Each made by the Registrant on April 27, 2016.

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Announcement 1

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(a Sino-foreign joint stock limited company incorporated in the People's Republic of China)  
(Stock Code: 902)

FIRST QUARTERLY REPORT OF 2016

Pursuant to the regulations of the China Securities Regulatory Commission, the Company is required to publish a quarterly report for each of the first and third quarters.

All financial information set out in this quarterly report is unaudited and prepared in accordance with the PRC Accounting Standards ("PRC GAAP").

This announcement is made by the Company pursuant to Rule 13.09 and Rules 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

1. IMPORTANT NOTICE

1.1 The board of directors and the supervisory committee of Huaneng Power International, Inc. (the "Company", "Huaneng Power International") together with the members thereof and the senior management warrant that the information contained in this report does not contain any false statements, misleading representations or material omissions. All of them jointly and severally accept responsibility as to the truthfulness, accuracy and completeness of the content of this report.

1.2 All financial information set out in this quarterly report is unaudited and prepared in accordance with the PRC GAAP.

1.3 Cao Peixi (Chairman), Huang Lixin (person in charge of accounting function) and Li Yinghui (person in charge of the Accounting Department) warrant the truthfulness, accuracy and completeness of the content of the quarterly report.

1.4 This announcement is made by the Company pursuant to Rule 13.09 and Rules 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

## 2 MAJOR FINANCIAL INFORMATION AND CHANGES IN SHAREHOLDERS OF THE COMPANY

## 2.1 Major financial information (PRC GAAP) (unaudited)

(Amounts: In RMB Yuan)

	End of current reporting period	End of last year	Variance from end of last year (%)
Total assets	297,904,388,776	299,729,722,622	(0.61 )
Shareholders' equity attributable to shareholders of the Company	83,788,102,361	79,408,970,292	5.51
	From the beginning of the year to the end of current reporting period	From the beginning of the preceding year to the end of equivalent period	Variance from equivalent period of last year (%)
Net cash flows generated from operating activities	13,421,866,712	11,396,872,288	17.77
	From the beginning of the year to the end of current reporting period	From the beginning of the preceding year to the end of equivalent period	Variance from equivalent period of last year (%)
Operating Revenue	28,822,825,636	34,277,583,268	(15.91 )
Net profit attributable to shareholders of the Company	3,947,576,869	5,034,088,983	(21.58 )
Net profit after deducting non-recurring items attributable to shareholders of the Company	3,901,729,707	4,656,968,779	(16.22 )
Return on net assets (weighted average) (%)	4.84	7.42	Decrease by 2.58 percentage points
Basic earnings per share	0.26	0.35	(25.61 )
Diluted earnings per share	0.26	0.35	(25.61 )

Deducting non-recurring items and amounts:

Items	Total amount from the beginning of the year to the end of current reporting period (RMB Yuan)
Losses from disposal of non-current assets	(611,047 )
Government grant recorded in income statement, excluding government grant closely related to the Company's business and calculated according to national unified standards	68,806,344
Losses from the changes in fair value from held-for-trading financial assets, held-for-trading financial liabilities other than those hedging instruments relating to normal business, and investment income from disposal of held-for-trading financial assets, held-for-trading financial liabilities and available-for-sale financial assets	(509,320 )
Reversal of provision for doubtful accounts receivable individually tested for impairments	124,827
Other non-operating income and expenses excluding the above items	3,692,405
Other non-recurring items	(4,844,871 )
Tax impact of non-recurring items	(14,217,742 )
Impact of non-controlling interests, net of tax	(6,593,434 )
Total	45,847,162

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## 2.2 Total number of shareholders, ten largest shareholders and shareholding of top ten holders of circulating shares whose shares are not subject to any selling restrictions as at the end of the reporting period

Unit: share

Total number of shareholders					
106,821 (including 106,310 holders of A shares, 399 holders of H shares, 112 holders of ADRs)					
Top ten holders of shares					
Name (in full) of shareholders	Number of shares held at end of reporting period	Percentage (%)	Number of shares held with selling restriction	Status on charges or pledges etc.	
				Status of shares	Nature of shareholders
				Number	
Huaneng International Power Development Corporation	5,066,662,118	33.33	0	Nil	–State-owned entity
HKSCC Nominees Limited	3,955,444,020	26.02	0	Nil	–Foreign entity
China Huaneng Group	1,555,124,549	10.23	0	Nil	–State-owned entity
Hebei Construction & Investment Group Co., Ltd.	603,000,000	3.97	0	Nil	–State-owned entity
China Hua Neng Group Hong Kong Limited	472,000,000	3.11	0	Nil	–Foreign entity
Jiangsu Provincial Investment & Management Limited Liability Company	416,500,000	2.74	0	Nil	–State-owned entity
Liaoning Energy Investment (Group) Limited Liability Company	388,619,936	2.56	0	Nil	–State-owned entity
Fujian Investment Development Group Liability	355,108,635	2.34	0	Nil	–State-owned entity

Company						
Dalian Municipal Construction Investment Company Limited	301,500,000	1.98	0	Charges	150,750,000	State-owned entity
China Securities Finance Corporation Limited	296,897,888	1.95	0	Nil		–State-owned entity

## Top ten holders of circulating shares whose shares are not subject to selling restrictions

Name (in full) of shareholders	Number of shares in circulation without any selling restrictions as at the end of the reporting period	Type and number of shares	Number
Huaneng International Power Development Corporation	5,066,662,118	RMB denominated ordinary shares	5,066,662,118
HKSCC Nominees Limited	3,955,444,020	Overseas listed foreign invested shares	3,955,444,020
China Huaneng Group	1,555,124,549	RMB denominated ordinary shares	1,555,124,549
Hebei Construction & Investment Group Co., Ltd.	603,000,000	RMB denominated ordinary shares	603,000,000
China Hua Neng Group Hong Kong Limited	472,000,000	Overseas listed foreign invested shares	472,000,000
Jiangsu Provincial Investment & Management Limited Liability Company	416,500,000	RMB denominated ordinary shares	416,500,000
Liaoning Energy Investment (Group) Limited Liability Company	388,619,936	RMB denominated ordinary shares	388,619,936
Fujian Investment Development Group Limited Liability Company	355,108,635	RMB denominated ordinary shares	355,108,635
Dalian Municipal Construction Investment Company Limited	301,500,000	RMB denominated ordinary shares	301,500,000
China Securities Finance Corporation Limited	296,897,888	RMB denominated ordinary shares	296,897,888

Details relating to the related relationship of the above shareholders or the parties acting in concert

Among the above shareholders, China Huaneng Group, Huaneng International Power Development Corporation and China Hua Neng Group Hong Kong Limited are regarded as parties acting in concert under the "Management Rules on Acquisition of Listing Companies". The Company is not aware of any related relationship among other shareholders.



2.3 Total number of holders of preference shares, ten largest holders of preference shares and shareholding of top ten holders of preference shares whose shares are not subject to selling restriction as at the end of the reporting period

£ Applicable R Not applicable

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### SIGNIFICANT EVENTS

3.1 Disclosure as to, and reasons for, material changes in accounting items and financial indices of the Company

R Applicable £ Not applicable

Comparing the consolidated balance sheet of 31 March 2016 and 31 December 2015, the consolidated income statement for the three months ended 31 March 2016 and 2015 and the consolidated cash flow statement for the three months ended 31 March 2016 and 2015, the items with material changes are as below:

Fluctuation analysis of the consolidated balance sheet items

- 1 Dividends receivable as at the end of the period decreased by 90.16% compared with the beginning of the period, mainly due to the dividends paid by the joint venture of the Company.
- 2 Advance from customers as at the end of the period decreased by 50.09% compared with the beginning of the period, mainly due to the decrease in amounts received in advance for heat sales by the Company and its subsidiaries.
- 3 Taxes payable as at the end of the period increased by 59.80% compared with the beginning of the period, mainly due to the increase in the amount of income tax payable and the decrease in the amount of deductible input value-added tax of the Company and its subsidiaries.
- 4 Other comprehensive income as at the end of the period increased by 317.27% compared with the beginning of the period, mainly due to the influence of currency translation differences from the Company's subsidiary, SinoSing Power Pte. Ltd.

Fluctuation analysis of the consolidated income statement items

- 1 Non-operating income decreased by 84.89% compared with the same period of last year, mainly due to the decrease of government grants received by the Company and its subsidiaries.

2 Other comprehensive income increased by 3,454.09% compared with the same period of last year, mainly due to the influence of currency translation differences from the Company's subsidiary, SinoSing Power Pte. Ltd.

Fluctuation analysis of the cash flow statement items

1 Net cash flows used in investment activities decreased by 61.84% compared with the same period of last year, mainly due to the cash outflow of the Company for acquisition of its subsidiaries last year.

2 Net cash flows used in financing activities increased by 128.80% compared with the same period of last year, mainly due to the increase of cash repayments of borrowings among the Company and its subsidiaries.

3.2 Analysis and description of significant events and their impacts and solutions

£ Applicable R Not applicable

3.3 Status of performance of undertakings given by the Company and shareholders holding 5% or more of shareholding

R Applicable £ Not applicable

Background	Type (s) of Undertakings	Covenantor	Details of the Undertaking	Time and duration of undertaking	Expiration period	Has the implementation been timely performed
Undertaking relevant to the initial public issuance	To resolve business competition	Huaneng International Power Development Corporation	In disposing of power plant(s) by HIPDC, the Company has a right of first refusal in whether to acquire such power plant(s). In developing coal-fired power plants having capacity of more than 300 MW, the Company will be the only developer under the terms and conditions of the relevant restructuring agreement. With respect to power plants having capacity that fall below 300 MW or other power plants, unless the Company indicates in writing that it has no intention to develop, otherwise the development right should belong to the Company. HIPDC at the same time indicates that with regard to the power development	This undertaking shall be subsisting and being performed	No	Yes

		business it engages within China, it will not compete with the Company's business.			
To resolve business competition	China Huaneng Group	The Company has a right of first refusal in the power assets, equity interest and power development projects to be transferred by Huaneng Group	This undertaking shall be subsisting and is being performed	No	Yes

Background	Type (s) of Undertakings	Covenantor	Details of the Undertaking	Time and duration of undertaking	Expiration period	Has the implementation been timely performed
Other undertaking	To resolve business competition	China Huaneng Group	In order to support the business of Huaneng Power International, Huaneng Group provided non-compete undertakings to Huaneng Power International at times of its initial public offerings within the PRC and overseas. With respect to the non-public placement of shares in 2010 by Huaneng Power International, Huaneng Group provided an Undertaking on Relevant Matters for Further Avoidance of Business Competition by Huaneng Group with Huaneng Power International, Inc. on 17 September 2010 (“Non-Compete Undertakings). To further define the implementation terms and in conjunction with the requirements under Guidance	Term of undertaking: 28 June 2014 to 31 December 2016	Yes	–

Note No.4  
relating to  
Supervision of  
Listed Companies  
– undertakings and  
implementation  
of the listed  
companies’ de  
facto controllers,  
shareholders,  
related parties,  
acquirer and  
listed companies  
and the actual  
circumstances.  
On 28 June 2014,  
Huaneng Group  
refined and  
regulated the  
aforesaid  
Non-Compete  
Undertakings in  
terms set out  
below:

1. it shall treat  
Huaneng Power  
International as  
the only platform  
for integrating the  
conventional  
energy business  
of Huaneng  
Group;

Background	Type (s) of Undertakings	Covenantor	Details of the Undertaking	Time and duration of undertaking	Expiration period	Has the implementation been timely performed
			<p>2. with respect to the conventional energy business assets of Huaneng Group located in Shandong Province, Huaneng Group undertakes that it will improve the profitability of such assets and inject those assets which meet the conditions for listed company (the title(s) of assets or shareholding interest(s) is/are clearly defined, such assets will not lower the earnings per share of Huaneng Power International after injection, with no material breaches or violation of laws and regulations, preservation of the value of state-owned asset(s), renunciation of the pre-emptive rights of existing shareholders) into Huaneng Power International by end of 2016. Huaneng Power International has a right of first</p>			

refusal to acquire  
from Huaneng  
Group the newly  
developed,  
acquired or  
invested projects  
which are engaged  
in the conventional  
energy business of  
Huaneng Group  
located in  
Shandong  
Province.



Background	Type (s) of Undertakings	Covenantor	Details of the Undertaking	Time and duration of undertaking	Expiration period	Has the implementation been timely performed
			<p>3. with respect to the other non-listed conventional energy business assets of Huaneng Group located in other provincial administrative regions, Huaneng Group undertakes that it will inject such assets which meet the conditions for listed company (the title(s) of assets or shareholding interest(s) is/are clearly defined, such assets will not lower the earnings per share of Huaneng Power International after injection, with no material breaches or violation of laws and regulations, preservation of the value of state-owned asset(s), renunciation of the pre-emptive rights of existing shareholders) into Huaneng Power International by end of 2016 in order to support the sustainable,</p>			

stable  
development of  
Huaneng Power  
International.

4. Huaneng Group  
will continue to  
perform each of its  
undertakings to  
support the  
development of its  
subordinated listed  
companies.

3.4 Warnings on any potential loss in accumulated net profit for the period from the beginning of the year to the end of next reporting period or any material changes from the corresponding period last year and the reasons therefor

£ Applicable R Not applicable

By Order of the Board  
Huaneng Power International, Inc.  
Cao Peixi  
Chairman

As at the date of this announcement, the Directors of the Company are:

Cao Peixi (Executive Director)	Li Zhensheng (Independent Non-executive Director)
Guo Junming (Non-executive Director)	Zhang Shouwen (Independent Non-executive Director)
Liu Guoyue (Executive Director)	Yue Heng (Independent Non-executive Director)
Li Shiqi (Non-executive Director)	Geng Jianxin (Independent Non-executive Director)
Huang Jian (Non-executive Director)	Xia Qing (Independent Non-executive Director)
Fan Xiaxia (Executive Director)	
Mi Dabin (Non-executive Director)	
Guo Hongbo (Non-executive Director)	
Zhu Yousheng (Non-executive Director)	
Li Song (Non-executive Director)	

Beijing, the PRC  
27 April 2016

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## APPENDIX

HUANENG POWER INTERNATIONAL, INC.  
 UNAUDITED CONSOLIDATED AND THE COMPANY BALANCE SHEETS (PRC GAAP)  
 AS AT 31 MARCH 2016

Amounts: In RMB Yuan

	31 March 2016 Consolidated	31 December 2015 Consolidated	31 March 2016 The Company	31 December 2015 The Company
<b>ASSETS</b>				
<b>CURRENT ASSETS</b>				
Cash at bank and on hand	9,057,935,804	7,537,812,634	3,332,472,154	2,273,464,226
Derivative financial assets	121,143,006	139,467,987	–	–
Notes receivable	1,901,449,206	1,977,789,715	414,207,171	380,297,171
Accounts receivable	12,255,625,737	14,399,611,218	4,557,711,453	4,859,990,862
Advances to suppliers	680,964,588	573,970,075	116,953,140	85,474,780
Interest receivable	129,086	175,160	209,889,721	213,920,590
Dividends receivable	30,000,000	305,000,000	665,734,613	1,058,459,538
Other receivables	1,467,793,375	1,307,297,052	1,925,486,357	1,747,432,091
Inventories	5,156,493,294	5,422,732,047	1,614,330,105	1,637,837,109
Current portion of non-current assets	119,619,203	118,026,701	–	–
Other current assets	185,881,176	104,708,098	12,537,928,354	15,063,382,335
<b>Total current assets</b>	<b>30,977,034,475</b>	<b>31,886,590,687</b>	<b>25,374,713,068</b>	<b>27,320,258,702</b>
<b>NON-CURRENT ASSETS</b>				
Available-for-sale financial assets	4,798,186,420	5,127,862,900	4,785,935,620	5,115,612,100
Derivative financial assets	14,628,688	45,044,194	–	–
Long-term receivables	638,446,370	618,279,275	–	–
Long-term equity investment	19,769,522,964	19,516,628,707	66,458,427,683	65,845,969,123
Fixed assets	193,150,256,272	195,479,962,401	57,041,381,063	58,139,351,838
Fixed assets pending for disposal	104,572,165	103,310,923	71,364	311,632
Construction-in-progress	20,560,763,894	20,202,551,214	1,418,400,822	1,323,553,751
Construction materials	3,313,783,076	2,911,105,346	82,571,063	89,989,144
Intangible assets				